

## **RECA Board of Directors Regular Meeting**

**9:00 am – 4:00 pm, Wednesday, November 10, 2021**

### **Virtual Teams Meeting**

## **MINUTES**

**In Attendance:** Patricia McLeod, Chair  
Paul Bojakli  
Bill Briggs  
Jai Parihar  
Carrie Plett  
Laura Sharen  
Greg Walter

**Staff Resource:** Warren Martinson  
Russ Morrow  
Stacy Paquin  
Charles Stevenson  
Joseph Fernandez

**Guests:** Mark Blessing, *Accounting & Administration Manager*

**Recording Secretary:** Rina Hawkins

### **1. Preliminary Matters**

The meeting began at 9:00 am.

No conflicts of interest were declared.

The Board reviewed the RECA Board Workplan and Calendar.

On November 2, 2021 the Minister of Service Alberta, Honourable Nate Glubish, issued Ministerial Order No. SA:018/2021 appointing Gregory Walter as a public member to the Board of Directors of the Real Estate Council of Alberta, for a term commencing on November 2, 2021 and to conclude on November 1, 2024. The Board welcomed Mr. Walter to RECA and is looking forward to working together.

## 2. Consent Agenda

The Board reviewed the consent agenda, including the minutes from the September 24, 2021 and October 28, 2021 Special Meetings of the RECA Board of Directors.

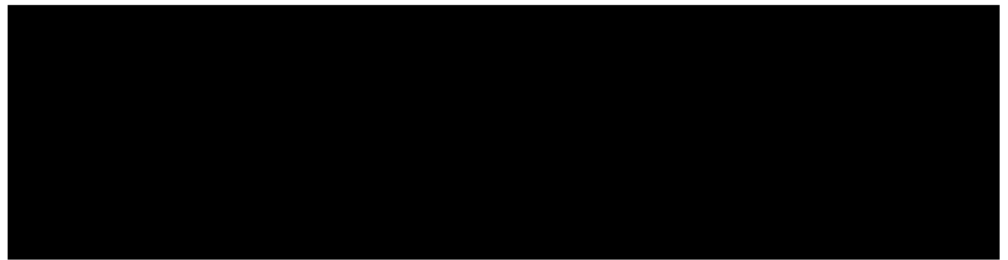
*MOTION: The RECA Board of Directors approves the consent agenda, including the minutes of the September 24, 2021 and October 28, 2021 Special Meetings as presented.*

*Jai Parihar / Carried*

## 3. Applications to the Board

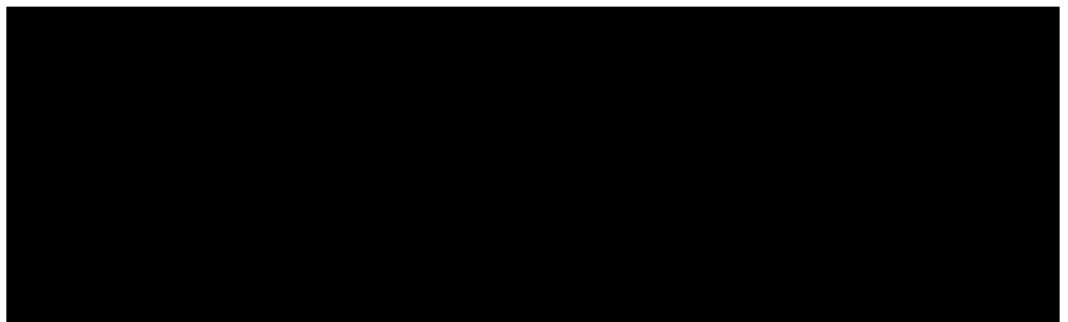
- **Real Estate Act Section 46**

The Registrar reviewed section 46 of the *Real Estate Act* with the Board and an Admission of Conduct submission for the Board's consideration.



- **Real Estate Act Section 79**

The Registrar reviewed section 79 of the *Real Estate Act* with the Board and an Extension of Time submission for the Board's consideration.



## 4. Session with Service Alberta Minister and all Board & Industry Council Members

The Board and Industry Council members and RECA's senior management team, met with the Minister of Service Alberta, Honourable Nate Glubish, Deputy Minister, David James, Chief of Staff Kristopher Barker, and Executive Director of Consumer Services, Lois Flynn.

Discussion items included: a presentation on the activities of the Board and each of the Industry Councils over the past year, comments from Minister Glubish, and a question-and-answer session with the Minister.

**ACTION:** Follow-up discussions will be scheduled with the Minister's office regarding outstanding Ministerial approvals.

11:00 am Greg Walter was excused from meeting

11:00 am Laura Sharen left the meeting

## 5. Committee Reports / Recommendations

- **Finance & Audit Committee**

RECA's Accounting and Administration Manager joined the meeting for this agenda item.

The Finance & Audit Committee Chair provided an update on the activities of the Committee.

### Year End Financial Update

Management presented the draft year-end financial statements as of September 30, 2021.

The Board and Management had a robust discussion on licensing renewals and draft year end revenue and operating expenses.

The audited financials will be presented at the January 2022 Board meeting.

### Audit Service Plan

Management presented the MNP Audit Service Plan for the year ended September 30, 2021 for the Board's consideration.

***MOTION:** On the recommendation of the Finance & Audit Committee, the RECA Board of Directors approves the Audit Service Plan, for the year ended September 30, 2021, as presented at this meeting.*

*Jai Parihar / Carried*

### Approval of Expense Policy

Management presented an amended Reimbursement of Expense policy for the Board's consideration.

***MOTION:** On the recommendation of the Finance & Audit Committee, the RECA Board of Directors approves the amended Reimbursement of Expenses policy, as presented at this meeting.*

*Jai Parihar / Carried*

### Approval of Terms of Reference

Management presented an amended terms of reference for the Finance & Audit Committee for the Board's consideration.

*MOTION: On the recommendation of the Finance & Audit Committee, the RECA Board of Directors approves the amended Finance & Audit Committee Terms of Reference as presented at this meeting.*

*Paul Bojakli / Carried*

### Enterprise Risk Management (ERM) Update

Management provided an update on the Enterprise Risk Management (ERM) project. The project is moving forward as anticipated.

11:29 am Laura Sharen re-joined the meeting

### Transfer to Operating Reserve

The Board discussed the proposed transfer of \$6M from the Unrestricted Council Operating Fund to the Internally Restricted Operating Reserve to build up the Operating Reserve balance to ensure the stability of the mission, programs, employment, and ongoing operations of the organization.

*MOTION: On the recommendation of the Finance & Audit Committee, the RECA Board of Directors authorizes Management to transfer \$6,000,000 from the Unrestricted Council Operating Fund into the Internally Restricted Council General Reserve for the year ended September 30, 2021.*

*Laura Sharen / Carried*

- **Governance & HR Committee**

The Governance & HR Committee Chair provided an update on the activities of the Committee.

### RECA Reorganization Update

Management presented an update on RECA's reorganization plans and employee structure for the Board's information.

### Annual Evaluation Process for Board of Directors

The Governance & Human Resources Committee Chair reviewed a proposed annual evaluation process for the Board of Directors.

*MOTION: On the recommendation of the Governance & Human Resources Committee, the RECA Board of Directors approves the Board Evaluation Process as presented at this meeting.*

*Bill Briggs / Carried*

### Board Skills Matrix

The Governance & Human Resources Committee Chair reviewed the Board Skills Matrix with the Board. The Committee has recommended that it be updated annually when the annual board evaluation process is undertaken.

### Approval of Terms of Reference

The Governance & Human Resources Committee Chair presented an amended terms of reference for the Governance & Human Resources Committee for the Board's consideration including new accountabilities which the Committee has undertaken over the past year.

*MOTION: On the recommendation of the Governance & Human Resources Committee, the RECA Board of Directors approves the amended Terms of Reference for the Governance & Human Resources Committee as presented at this meeting.*

*Carrie Plett / Carried*

### Approval of Committee Appointments

The Governance & Human Resources Committee Chair discussed the reappointment process for members to the Board standing committees. It was proposed that all standing committee members continue in their current roles and a new chair of the Governance and Human Resources Committee be appointed.

*MOTION: On the recommendation of the Governance & Human Resources Committee, the RECA Board of Directors approves the following standing committee appointments/reappointments to be effective December 1, 2021:*

1. *To the Finance & Audit Committee*
  - *Jai Parihar, Committee Chair*
  - *Paul Bojakli*
  - *Laura Sharen*
2. *To the Hearings Committee*
  - *Bill Briggs, Committee Chair*
  - *Carrie Plett, Committee Vice Chair*
  - *Paul Bojakli*
  - *Laura Sharen*
  - *Kathryn Oviatt*
3. *To the Governance & Human Resources Committee*
  - *Greg Walters, Committee Chair*
  - *Bill Briggs*
  - *Carrie Plett*

*Bill Briggs / Carried*

- **Hearings Committee**

The Hearings Committee Chair provided an update on the activities of the Committee. The July 20, 2021 Hearings Committee meeting minutes were provided for information purposes.

The Committee Chair reported that Hearing Panel roster members will be taking part in the annual hearing and appeal training on November 30, 2021.

## 6. Industry Council Activities

- **Industry Chairs Roundtable**

The Board reviewed the Industry Chairs Roundtable action register. The next meeting of the Industry Chairs Roundtable is scheduled for February 16, 2022.

- **Residential Real Estate Broker Industry Council**

The Residential Real Estate Broker Industry Council minutes from the July 22, 2021 and August 10, 2021 meetings were provided for information purposes.

The Residential Real Estate Broker Industry Council Board appointee provided an update on the activities of the Industry Council and reviewed proposed amendments to the Residential Measurement Standards (RMS) Ad Hoc Committee terms of reference.

*MOTION: The RECA Board of Directors approves the amendments to the terms of reference for the Residential Measurement Standards (RMS) Ad Hoc Committee as presented at this meeting.*

*Bill Briggs / Carried*

- **Commercial Real Estate Broker & Commercial Property Manager Industry Council**

The Commercial Real Estate Broker & Commercial Property Manager Industry Council Board appointee provided an update on the activities of the Council.

- **Mortgage Broker Industry Council**

The Mortgage Broker Industry Council Board appointee provided an update on the activities of the Council.

The Mortgage Broker Industry Council minutes from its July 7, 2021 meeting were provided for information purposes.



- **Residential Property Manager Industry Council**  
The Residential Property Manager Industry Council Board appointee provided an update on the activities of the Council.

## 7. Operational Matters

- **Management Report**  
The CEO reviewed the activities of the Management team over the last three (3) months.

### Stakeholder Engagement Report

Management provided the Stakeholder Engagement Report for the Board's information, including the Chair's Message for the Regulator newsletter for the Board's review and comments.

### Licence Renewals 2021

Management presented RECA's licence renewal results for 2021. Final overall result was 16,314 licenses were renewed out of 17,007 eligible, or 96% renewed.

### Disciplinary File Outcomes Fiscal 2020/2021

Management reviewed complaints and discipline outcomes from the 2020/2021 fiscal year, including those that were COVID related.

**ACTION:** Management will provide a further analysis to the Board including a breakdown of administrative penalties and letters of reprimands based on the nature of the disciplinary matters.

## 8. Strategic Matters

- **Strategic Planning Update**  
Management provided an update on strategic planning activities. RECA has retained Criterium Group to facilitate its strategic planning activities. Letters to stakeholders inviting feedback and suggestions on RECA's strategic plan will be distributed in the next few days, followed by virtual meetings with stakeholders in the coming weeks.

Internal strategic planning sessions will be scheduled for mid-February 2022 which will include Board and Industry Council members.

- **Publication Guidelines**  
Management reviewed the feedback from consultations with the four (4) Industry Councils on RECA's publication guidelines.

**ACTION:** An annual review of RECA's Publication Guidelines will be conducted by the Governance & Human Resources Committee. The Corporate Secretary will ensure this is added to the Committee workplan.

**MOTION:** *In consultation with the four RECA Industry Councils, the RECA Board of Directors approves the Publication Guidelines as discussed at this meeting.*

*Laura Sharen / Carried*

- **Real Estate Act Section 54 Process Orientation**

Management provided an overview of section 54 of the *Real Estate Act* for information purposes.

- **Education Update**

Management discussed the course and course provider recognition process and the next steps in how to operationalize this process (previously approved by the Board).

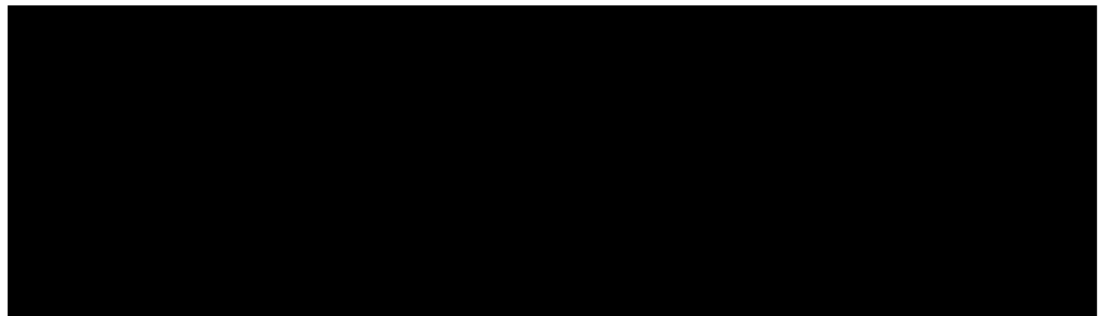
**MOTION:** *RECA's Board of Directors directs that Management and the Residential Property Manager Industry Council Chair, or delegate, operationalize the Board approved course and course provider recognition process for the condominium management education course providers and provide regular updates and reports to the Board and Industry Council at their scheduled meetings.*

*Carrie Plett / Carried*

**ACTION:** Management will include the course and course provider recognition process on the December 2021 Industry Council meeting agendas and the February 2022 Industry Chairs Roundtable agenda.

## 9. Litigation Update

*The following minutes are confidential and protected by litigation privilege.*





## 10. In-Camera Session

The Board went in-camera.

The Board came out of in-camera.

*MOTION: The RECA Board of Directors approves RECA's Chief Executive Officer's (CEO) performance review for 2021.  
Laura Sharen / Carried*

*MOTION: The RECA Board of Directors approves the performance objectives of RECA's Chief Executive Officer (CEO) for 2022.  
Bill Briggs / Carried*

## 11. Next Meeting

- Friday, January 21, 2022

## 12. Adjournment

The meeting adjourned at 3:55 pm.

Approved at Calgary, Alberta on January 21, 2022

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Patricia McLeod, Q.C., Board Chair